

DECLARATION OF RESULTS OF POSTAL BALLOT (INCLUDING E-VOTING)

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, consent of the Members of the Company was sought through Postal Ballot as set out in the Notice dated 27th April, 2015.

The Postal Ballot Notice containing the Resolution together with the statement annexed to the Notice and Postal Ballot Form was sent to all the members of the Company and the last date of receipt of Postal Ballot Form, through physical submission by the Members of the Company in postage pre-paid self addressed envelope or through e-voting was Friday, May 29, 2015. Mr. Keyul M. Dedhia, Proprietor of M/s Keyul M. Dedhia & Associates, Practising Company Secretaries, Mumbai, was appointed as the Scrutiniser for conducting the Postal Ballot and E-Voting process in a fair and transparent manner.

The Scrutiniser has submitted his Report on 1st June, 2015. On the basis of the Report of the Scrutiniser on the Postal Ballot as well as e-voting communication received from the Members, I hereby declare that the Resolution as set out in the Postal Ballot Notice dated 27th April, 2015 has been duly passed by the Members of the Company with requisite majority.

The details of the voting results of the Resolutions passed through Postal Ballot process (including e-voting) are reproduced hereunder:

(Pursuant to Clause 35A of the Listing Agreement)

Date of declaration of Postal Ballot Results	:	Tuesday, 2nd June, 2015
Total Number of shareholders on 24 th April, 2015, Cut-off date	:	6,852
No. of shareholders present in the meeting either in person or through Proxy	:	Not Applicable
Promoters and Promoter Group	:	
Public	:	
No. of shareholders attended the meeting through video conferencing	:	Not Applicable
Promoters and Promoter Group	:	
Public	:	

Details of Agenda

Item No.	Brief Particulars of Resolution of Postal Ballot Notice dated 27 th April, 2015	Type of Resolution	Mode of Voting	Result
1.	Approval to the Scheme of Amalgamation proposed to be made between Clear Mipak Packaging Solutions Limited, the Transferor Company, and Hitech Plast Limited, the Transferee Company.	Ordinary	Postal Ballot/ e-voting	Passed with requisite majority



Hitech Plast Limited

Promoter /Public	Number of Shares	Number of Votes	% of Votes polled on Outstanding shares	Number of Votes in favour	Number of Votes Against	% of Votes in favour on Votes polled	% of Votes Against on Votes polled
Resolution No:1 Consideration and Approval to the Scheme of Amalgamation of Clear Mipak Packaging Solutions Limited with Hitech Plast Limited							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	10787480	10784480	99.9722	10784480	0	100	0
Public Institutional Holders	6530	0	0	0	0	0	0
Public-Others	4381690	140595	3.2087	139145	1450	98.9687	1.03
Total(A)	15175700	10925075	71.9906	10923625	1450	99.9867	0.0133
Mode of Voting: (Postal Ballot)							
Promoter and Promoter Group	10787480	0	0	0	0	0	0
Public Institutional Holders	6530	0	0	0	0	0	0
Public-Others	4381690	26368	0.6018	24988	1380	94.7664	5.2336
Total(B)	15175700	26368	0.17	24988	1380	94.7664	5.2336
Result (A+B)	15175700	10951443	72.1643	10948613	2830	99.9742	0.0258

Voting by Promoter and Promoter Group is not counted for the purpose of declaration of Results, pursuant to SEBI Circulars bearing Nos. CIR/CFD/DIL/5/2013 dated February 4, 2013 and CIR/CFD/DIL/8/2013 dated May 21, 2013.





Report of Scrutinizer in Respect of Postal Ballot Process

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Hitech Plast Limited,
Unit No.201, 2nd Floor, Welspun House, Kamala City,
Senapati Bapat Marg, Lower Parel, Mumbai - 400 013.

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot Voting Process and E-Voting Process conducted pursuant to the provisions of Section 110 of the Companies Act, 2013("the Act") read with Rule 22 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

I, Keyul M. Dedhia, of M/s Keyul M. Dedhia & Associates, Company Secretaries, was appointed as a Scrutinizer by M/s Hitech Plast Limited ['the Company'] for the purpose of the conducting the postal ballot voting process and e-voting process in a fair and transparent manner in respect of obtaining approval of Shareholders of the Company for the following resolution as set out in the notice dated April 27, 2015:

- a) Approval for the proposed Scheme of Amalgamation between Clear Mipak Packaging Solutions Limited, the Transferor Company and Hitech Plast Limited, Transferee Company and the Company.

The Company had provided the facility of voting through electronic means as required under the provisions of Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended read with provisions of Clause 35 B of the Listing Agreement as entered by the Company with BSE Limited and The National Stock Exchange of India Limited.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through postal ballot and electronic means on the resolution contained in the notice of postal ballot. My responsibility as a Scrutinizer for the postal ballot voting process and e-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution stated above, based on the reports generated from the postal ballots received from the shareholders and e-voting system provided by the National Securities Depository Limited ('NSDL'), the authorized agency to provide e-voting facilities, engaged by the Company. The postal ballot forms were reconciled by the Registrar and Transfer Agents of the Company viz; Link Intime India Private Limited. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent of the Company. The Postal Ballot Forms which were unsigned/ signature mismatch, on which





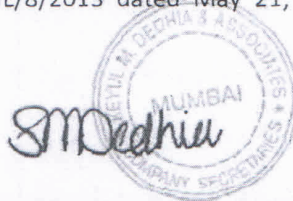

votes were not casted or proper authorization not enclosed along with Postal Ballot Form, are treated as invalid.

The Notice of postal ballot dated April 27, 2015 along with the explanatory statement setting out material facts pursuant to the applicable provisions of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, as amended was sent to the Shareholders of the Company.

The Shareholders of the Company holding shares on the cut-off date of April 24, 2015 were entitled to vote on the resolution as set out in the notice.

In this regard, I submit my report as under:

1. The Company had provided facility of casting vote to the Shareholders of the Company through postal ballot voting process and also through electronic means.
2. The Company had followed the process as required under Rule 22 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, in respect of providing voting through postal ballot and electronic means.
3. All postal ballot received upto 05.00 p.m. on Friday, May 29, 2015, the last date and time fixed by the Company for receipt of the postal ballot forms were considered for my scrutiny for the purpose of this report.
4. The postal ballot forms were kept in my safe custody.
5. The e-voting period remained open from Thursday, April 30, 2015 at 09.00 a.m. up to Friday, May 29, 2015 till 05.00 p.m. and the NSDL e-voting platform was blocked thereafter.
6. At the end of the e-voting period, the details containing, inter-alia, list of equity shareholders, who voted "in favour" or "against" were downloaded from the e-voting website of NSDL (www.evoting.nsd.com).
7. We had scrutinized the votes casted through electronic means based on the data downloaded from the NSDL e-voting system and also through physical ballot forms for the purposes of this report.
8. The particulars of all the electronic votes cast by the shareholders through e-voting process and votes cast by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
9. A summary of the voting results of the Public Shareholders [other than Promoters and Promoters Group] who cast their vote in physical and e-voting in terms of Securities and Exchange Board of India ['SEBI'] Circular CIR/CFD/DIL/5/2013 dated February 4, 2013 and Circular CIR/CFD/DIL/8/2013 dated May 21, 2013 on the Resolution for





KEYUL M. DEDHIA & ASSOCIATES

Company Secretaries

approval of the proposed Scheme of Amalgamation between Clear Mipak Packaging Solutions Limited, the Transferor Company and Hitech Plast Limited, Transferee Company, is as under:

(i) Voted in favour of the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
*Voting Through Postal Ballot	102	24988	94.77
Voting Through Electronic Means	34	139145	98.97
Total	136	164133	98.31

(ii) Voted against the resolution:

Type of Voting	Number of members voting	Number of votes cast by them	% of total number of valid votes cast
*Voting Through Postal Ballot	12	1380	5.23
Voting Through Electronic Means	3	1450	1.03
Total	15	2830	1.70

* One of the shareholders of the Company had casted its votes through postal ballot form "in favour" and "against", the resolution. Accordingly, for the purpose of counting the receipt of postal ballot forms, the same is counted as one.

(iii) Invalid Votes:

Type of Voting	Total number of members whose votes were declared invalid	Number of votes cast by them
Voting Through Postal Ballot	13	1200
Voting Through Electronic Means	0	0
Total	13	1200

10. The postal ballot forms and all other relevant records were handed over to the Company Secretary for safe keeping.

Recommendation:

The resolution should be considered as passed having secured the requisite majority of votes and therefore be accepted. You may accordingly declare the result of the voting.

Thanking You,

For Keyul M. Dedhia & Associates
Company Secretaries

Keyul M. Dedhia
Proprietor

Membership No: FCS 7756 CP No : 8618

June 1, 2015, Mumbai

